

Exhibit A
To Registration Statement
Pursuant to the Foreign Agents Registration Act of 1938, as amended

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the Administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

*Furnish this exhibit for EACH foreign principal listed in an initial statement
and for EACH additional foreign principal acquired subsequently.*

1. Name and address of registrant STRATEGY XXI GROUP, LTD. 515 Madison Avenue, 34th Floor New York, NY 10022		2. Registration No. 5273
3. Name of foreign principal China National Tourism Office	4. Principal address of foreign principal 350 Fifth Avenue Suite 6413 New York, NY 10118	

5. Indicate whether your foreign principal is one of the following:

- ☒ Foreign government
- ☐ Foreign political party
- ☐ Foreign or domestic organization: If either, check one of the following:
- | | |
|--------------------------------------|---|
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Committee |
| <input type="checkbox"/> Corporation | <input type="checkbox"/> Voluntary group |
| <input type="checkbox"/> Association | <input type="checkbox"/> Other (specify): _____ |
- ☐ Individual-State nationality _____

6. If the foreign principal is a foreign government, state:

- a) Branch or agency represented by the registrant.
Travel and Tourism
- b) Name and title of official with whom registrant deals.
Mr. Shanzhong Zhu, Director

7. If the foreign principal is a foreign political party, state:

- a) Principal address.
Not applicable
- b) Name and title of official with whom registrant deals.
- c) Principal aim.

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8. If the foreign principal is not a foreign government or a foreign political party,

a) State the nature of the business or activity of this foreign principal

- Production of events in New York, Atlanta and Chicago
- Media outreach on behalf of the China Tourism industry

b) Is this foreign principal

Supervised by a foreign government, foreign political party, or other foreign principal

Yes ☒ No ☐

Owned by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Directed by a foreign government, foreign political party, or other foreign principal

Yes ☒ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal

Yes ☒ No ☐

Financed by a foreign government, foreign political party, or other foreign principal

Yes ☒ No ☐

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes ☒ No ☐

9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page must be used.)

It is the New York office of the China National Tourism Administration which is headquartered in Beijing and is part of the Chinese government.

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

Not applicable.

Date of Exhibit A	Name and Title	Signature
8-25-03	Harriet Mouchly-Weiss Managing Partner	

Exhibit B
To Registration Statement
Pursuant to the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

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Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant STRATEGY XXI GROUP, LTD.	2. Registration No. 5273
3. Name of Foreign Principal China National Tourist Office	

Check Appropriate Boxes:

4. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☐ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.

7. Describe fully the nature and method of performance of the above indicated agreement or understanding.
To promote China tourism.

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8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

We have set up events in New York, Atlanta and Chicago to promote tourism to China. These events, targeting the travel and tourism operators in North America, have been enhanced by targeted media coverage in the tourism press.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☐ No ☒

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

Date of Exhibit B	Name and Title	Signature
8-25-03	Harriet Mouchly-Weiss Managing Partner	

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

July 21, 2003

Mr. Zhu Shanzhong
Director
China National Tourist Office
350 Fifth Avenue, Suite 6413
New York, NY 10118

Dear Mr. Zhu:

We appreciate the opportunity of working with you.

The following, when signed by you, will constitute an Agreement by and between Strategy XXI Group, Ltd. (SXXI) and China National Tourist Office (CNTO).

Term of Agreement:

The term of the agreement shall be for a period beginning June 11, through end of September.

Scope of Work:

The scope of work was discussed over the course of the past six weeks and documented in correspondence between us.

Fees and Expenses:

a. Fees

The fee to SXXI is Twenty-Five Thousand Dollars (\$25,000.00). Ten thousand dollars (\$10,000.00) is due upon signing of this Agreement, and Seven thousand five hundred dollars (\$7,500.00) payments are due on September 1 and October 1, 2003.

b. Project Add Ons

Additional professional services or project add-ons not specifically referenced in the attached program related to the CNTO Post-SARS Promotional Campaign in the next four months will be billed separately as approved.

c. Expenses related to Events

Wherever possible, SXXI will have vendors contract directly with CNTO for payment. (This is beneficial because of CNTO's tax-exempt status).

STRATEGY

XXI

GROUP

STRATEGIC
COMMUNICATION
COUNSELING

STRATEGY XXI GROUP LTD
KREAB / STRATEGY XXI

New York

STRATEGY XXI GROUP LTD

615 Madison Avenue

34th Floor

New York, New York 10022

Tel. 212-935-0210

Fax. 212-935-8577

E-mail: info@strategy-xxi.com

Brussels

KREAB AB

Avenue de Tervuren 13A

B-1040 Brussels, BELGIUM

Tel. 32-2-737-8900

Fax. 32-2-737-8940

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When it is not possible for direct contracts to be executed, SXXI will request payment for these vendors prior to the due date.

d. Direct Expenses

Direct Expenses in the terms of this Agreement include reasonable expenditures for business expenses (telephone, fax, postage, local transportation). Any other expenses from third party sources and travel at standard business class rates will be approved in advance by CNTO. All Direct Expenses will be billed at cost at the end of each month as actually incurred; and CNTO agrees to reimburse such expenses upon receipt of invoice.

Note that certain, major expenses (such as newspaper ad placements) will be billed and will need to be paid in advance. We cannot begin these major projects without receiving the full payment in advance. Costs for extra security if necessary will be considered direct expenses and approved by CNTO separately.

Invoices will be paid by CNTO within thirty (30) days of receipt, with the exception of media placement bills. These bills will be paid 100% in advance.

Payments shall be made by check payable to Strategy XXI Group, or via wire transfer to Strategy XXI Group's New York bank:

Strategy XXI Group, Ltd.
Citibank N.A., 399 Park Ave.
Business Banking Center
New York, NY 10043
ABA Routing # [REDACTED]
Account No. [REDACTED]

Ownership of Materials

All materials produced at CNTO's expense by SXXI shall be the property of CNTO upon receipt by SXXI of payment in full for the cost of all materials and other direct expenses plus all fees due. Upon receipt of payment, Strategy XXI agrees to transfer and assign all copyright interest in said materials to CNTO.

Confidentiality

SXXI recognizes that during the course of its communications work with CNTO, it may have occasion to conceive, create, develop, review, or receive information that is considered by CNTO to be confidential or proprietary. If information is explicitly designated as Confidential Information by CNTO, both during the term of its work with CNTO and thereafter SXXI agrees to maintain in confidence such Confidential Information unless or until:

- It is known to SXXI at the time of disclosure to SXXI by CNTO as evidenced by written records of SXXI;
- It shall have been made public by an act or omission of a party other than SXXI; unless made public in the course of SXXI interviews pursuant to the action plan.
- SXXI shall receive such Confidential Information from an unrelated third party on a non-confidential basis;
- The restriction is removed by CNTO.

Indemnification

CNTO agrees to indemnify SXXI and its officers, directors, employees, and agents against any and all claims that arise from or in connection with materials that were prepared or approved by CNTO or any of its employees, agents, or independent contractors.

This Agreement can be extended by the mutual consent of both parties.

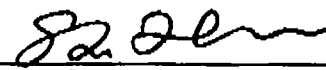
If the foregoing is a fair representation of our Agreement, please confirm the same by countersigning a copy of this letter and returning same to us.

We look forward to working with you.

Sincerely,


Harriet Mouchly-Weiss
Managing Partner
Strategy XXI Group, Ltd.

Agreed to and Accepted:


Zhu Shanzhong
Director
China National Tourist Office
New York

STRATEGY
XXI

G R O U P

STRATEGIC
COMMUNICATION
COUNSEL NG

STRATEGY XXI GROUP LTD
KREAB / STRATEGY XXI

New York

STRATEGY XXI GROUP LTD
515 Madison Avenue
34th Floor
New York, New York 10022
Tel. 212-935-0210
Fax 212-935-8877
E-mail: info@strategy-xxi.com

Brussels

KREAB AD
Avenue de Tervueren 13A
B-1040 Brussels, BELGIUM
Tel 32-2-737-8900
Fax 32-2-737-8940